

SAMPLE INVESTOR CERTIFICATION

(Date)

Division of Tax Credit Services
637 South Clinton Avenue
P. O. Box 18550
Trenton, NJ 08650-2085

Re: Investor Certification
Project Name
LITC #

This letter is to certify that (name of investor) agrees to purchase a ____% interest in the captioned project for the amount and terms specified in the attached (First, Second Amended and Restated, etc) Agreement of Limited Partnership for (name of Partnership) dated _____, which is the most recently executed form of the partnership agreement to date. Pursuant to this Agreement, it is anticipated that the \$_____ in federal low income housing tax credits allocated to this project will generate gross proceeds in the amount of \$_____. The sale of these credits is by:

a) ____ Public Syndication; b) ____ Private Offering; or c) ____ Private Regulation D Offering.

We have determined the net syndication proceeds generated by subtracting all the syndication costs from the gross proceeds as follows:

	Gross Proceeds	\$_____
<u>Investor Expenses</u>		
Investor fees (acquisition, advisory, etc.)	\$_____	
Organizational and offering expenses	\$_____	
Acquisition expenses	\$_____	
Reserves or working capital	\$_____	
Other (explain)	\$_____	
Total Investor Expenses	\$_____	
<u>Partnership Expenses</u>		
Legal Expenses	\$_____	
Accounting Expenses	\$_____	
Other (explain)	\$_____	
Total Partnership Expenses	\$_____	
	Less	
	Total Expenses	\$_____
	Net Proceeds	\$_____
Total Expenses/Gross Proceeds		_____%

The net proceeds are equivalent to \$.___ for each \$1 of total credit reserved to the project. None of the above fees earned by the investor are included in the project's eligible basis.

If you need further information regarding the sale of credits, please contact _____ of this office at (phone number).

Sincerely,

(Authorized signatory of investor)